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9 Attorneys for Defendant and Counterclaimant,
Blockbuster Inc.

10 UNITED STATES DISTRICT COURT
11 NORTHERN DISTRICT OF CALIFORNIA
12

13 NETFLIX, INC., a Delaware corporation,

14 Plaintiff,

15 vs.

16 BLOCKBUSTER INC., a Delaware
17 corporation, DOES 1-50,

18 Defendants.
19

20 AND RELATED COUNTER ACTION.
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CASE NO. C 06 2361 WHA

**DECLARATION OF BRYAN P.
STEVENSON REGARDING
JOINT STIPULATION FOR
PROTECTIVE ORDER**

**[To be filed concurrently with
Joint Stipulation Re Protective
Order]**

Complaint Filed: April 4, 2006

1 I, BRYAN P. STEVENSON, declare:

2 1. I am an active member of the Texas and Arkansas State Bars
3 employed by Blockbuster Inc. as senior litigation counsel. In that capacity, I
4 supervise – and in some cases, personally conduct – litigation on behalf of
5 Blockbuster. I am the in-house Blockbuster attorney primarily responsible for this
6 case.

7 2. My background is as a general commercial litigator. At
8 Blockbuster, I handle a heavy caseload ranging from complex business disputes to
9 landlord-tenant litigation, employment disputes, and premises liability claims. I am
10 not a Registered Patent Attorney. Other Blockbuster attorneys are assigned to
11 handle business transactions and intellectual property prosecution for the company.
12 As an in-house litigator at Blockbuster, I am not responsible for designing products,
13 setting prices, conceiving marketing campaigns, or making hiring decisions outside
14 the Legal Department.

15 3. It is the practice of Blockbuster litigation counsel to be closely
16 involved in the important cases involving the company, such as this case. It is not
17 my intention to receive or review most “Attorneys Eyes Only” documents, such as
18 routine document productions by Netflix or third parties. However, based on my
19 experience as in-house litigation counsel, a blanket prohibition on my having access
20 to “Attorneys Eyes Only” information would be highly detrimental to my ability to
21 carry out my duty to my client and its shareholders to exercise direction and control
22 over this case.

23 4. For example, it is very important for my work on this case that I
24 be able to review in full drafts of Blockbuster’s Court filings, and to edit and
25 comment upon such drafts, including any portions designated “Attorneys Eyes
26 Only.” It is also important for me to be able to review Netflix’s Court filings in
27 their entirety, to attend important depositions, and to read transcripts of important
28 testimony in full, including any portions designated “Attorneys Eyes Only.” It is

1 also important for me to be able to discuss all aspects of the case with
2 Blockbuster's outside counsel – including all significant issues, evidence, and
3 testimony – even if designated “Attorneys Eyes Only.”

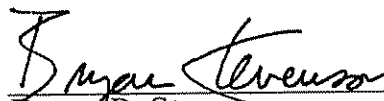
4 5. If denied access to such information, I would be unable to fully
5 understand and fully participate in important functions such as strategic and tactical
6 decision-making, preparation of Court filings, and the taking of depositions and
7 other discovery. I would also be deprived of information relevant to my review and
8 approval of legal and expert fees.

9 6. Prior to receiving “Attorneys Eyes Only” information regarding
10 this case, I am willing to sign a standard “Undertaking” to be bound by the
11 Protective Order. I recognize and will comply with my legal and ethical obligations
12 to observe all restrictions imposed by the Protective Order, just as I recognize that I
13 am a court officer subject to the same ethical and professional strictures as outside
14 counsel.

15 7. Documents containing such information will be appropriately
16 handled and stored so that they are seen only by me and by paralegals and support
17 staff working under my direction and will not be shared with any other Blockbuster
18 personnel. I do not anticipate keeping routine production documents at my offices.

19 I declare under penalty of perjury under the laws of the United States
20 of America that the foregoing is true and correct.

21 Executed September 25, 2006 at Dallas, Texas.

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25 Bryan P. Stevenson
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